

EXHIBIT 12

MINUTES
of the
General Assembly of the Shareholders
Of
SINGULARDTV GmbH

held on Wednesday, February 27, 2019

10:10 p.m. to 10:15 a.m. ET

At the offices of SINGULARDTV LLC, 40 Fulton Street, 5th Floor, New York, NY 10038

Invitees:

- Arie Levy-Cohen, Director, Chairman, Chairman, represented by Joseph Lubin
- Zach LeBeau, Director
- Joseph Lubin, Director
- Kim Jackson, President, SingularDTV LLC; Chief Operating Officer, SingularDTV GmbH
- Carl Volz, US Counsel of SingularDTV LLC
- Martin Trepp, CFO of SingularDTV GmbH

I. Introductions

Carl Volz acted as secretary for the meeting. 86% of the capital of the company of CHF 20,000.00 is represented in the meeting. Arie Levy-Cohen, who owns 14% of the company's shares, is rightfully represented by Joseph Lubin, who confirmed that he continues to exercise valid power of attorney for Mr. Levy-Cohen. All owners and representatives have given their consent to hold this shareholders meeting.

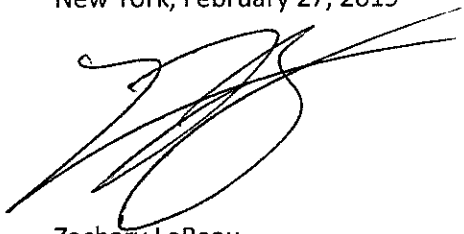
The shareholders' assembly has a quorum for all decisions according both to the law and the articles of association as well as the bylaws of the company.

II. Agenda Items

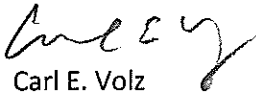
The CEO observed that Mr. Levy-Cohen has resigned as Resident Director of SingularDTV GmbH and its wholly-owned subsidiary Codex Holdings, GmbH. The CEO therefore nominated Martin Trepp, currently serving as interim CFO of SingularDTV GmbH, to act as Resident Director for these entities. The Shareholders voted unanimously in favor of the appointment of Mr. Trepp as Resident Director of both SingularDTV GmbH and Codex Holdings, GmbH.

The meeting concluded and no further action was taken.

New York, February 27, 2019

A handwritten signature in black ink, appearing to be 'ZL', with a large, sweeping loop at the end.

Zachary LeBeau
CEO

A handwritten signature in black ink, appearing to be 'C. Volz', with a stylized 'y' at the end.

Carl E. Volz
Secretary